

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

JOHN HANCOCK LIFE INSURANCE)	
COMPANY, JOHN HANCOCK)	
VARIABLE LIFE INSURANCE)	
COMPANY, and MANULIFE)	
INSURANCE COMPANY (f/k/a)	Civil Action No. 05-11150-DPW
INVESTORS PARTNER LIFE)	
INSURANCE COMPANY),)	
)
)
<i>Plaintiffs,</i>)	
)
v.)	
)
ABBOTT LABORATORIES,)	
)
<i>Defendant.</i>)	

**ABBOTT LABORATORIES' MOTION
FOR I.MPOUNDMENT OF CONFIDENTIAL INFORMATION**

Pursuant to Local Rule 7.2, Defendant Abbott Laboratories (“Abbott”) respectfully moves for leave to file under seal its Memorandum in Support of its Reply to Defendant’s Motion to Strike Prayer for Rescission in Plaintiffs First Amended Complaint (“Reply Memorandum”) and Declaration of Eric J. Lorenzini in support thereof, dated March 2, 2007 (“Declaration”). This motion is narrowly tailored to address only competitively sensitive information – Abbott will file a public version of the Declaration with redaction of Exhibits C, F, G, J, K, and M and a public version of the Reply Memorandum with redaction of the text on page 15 within one week of the filing of this motion.

Abbott respectfully requests that the unredacted version of the Reply Memorandum and Declaration be impounded until further Order of the Court. In addition, Abbott respectfully requests that the Court accept the Reply Memorandum and Declaration provisionally under Seal

pending the Court's ruling on this Motion. Upon termination of the impoundment period, Abbott will retrieve and take custody of the Reply Memorandum and Declaration.

The grounds for this motion are that page 15 of the Reply Memorandum and Exhibits C, F, G, J, K, and M contain confidential and competitively sensitive information regarding Abbott's development of various drug compounds. For example, the ABT-518 Transition Strategy (MMPI) contains detailed information regarding Abbott's strategic development of the ABT-518 compound and the development budget for the compound. *See Declaration, Ex. C.* Likewise, page 15 of the Reply Memorandum and Exhibits C, F, G, J, K, and M of the Declaration include confidential information regarding Abbott's development of ABT-518, ABT-594, and ABT-773 and other compounds, and its strategic analysis regarding such compounds. *See Ex. C, F, G, J, K, and M; Reply Mem. at 15.* Page 15 of the Reply Memorandum also contains confidential information regarding a compound that is currently under development at another company. *See Reply Mem. at 15.* All of the above-referenced exhibits have been designated "Confidential" or "Highly Confidential" by Abbott pursuant to the Protective Order. *See Declaration, Ex. C, F, G, J, K, and M.* Disclosure of the information contained in these materials could cause competitive harm to Abbott by providing competitors with proprietary information regarding Abbott's drug development program, as well as its market analysis and business strategies.

WHEREFORE, Abbott respectfully requests that the Reply Memorandum and Declaration be impounded until further Order of the Court. In addition, Abbott respectfully requests that the Court accept the Reply Memorandum and Declaration provisionally under Seal pending the Court's ruling on this Motion. Abbott will file a public version of the Declaration

with redaction of Exhibits C, F, G, J, K, and M and a public version of the Reply Memorandum with redaction of the text on page 15.

Dated: March 2, 2007

Respectfully submitted,

ABBOTT LABORATORIES

By: /s/ Michael S. D'Orsi

Peter E. Gelhaar (BBO#188310)
Michael S. D'Orsi (BBO #566960)
DONNELLY, CONROY & GELHAAR LLP
1 Beacon St., 33rd Floor
Boston, Massachusetts 02108
(617) 720-2880
peg@dcglaw.com
msd@dcglaw.com

and

Jeffrey I. Weinberger (*pro hac vice*)
Gregory D. Phillips (*pro hac vice*)
Eric J. Lorenzini (*pro hac vice*)
Ozge Guzelsu (*pro hac vice*)
MUNGER, TOLLES & OLSON LLP
355 South Grand Avenue
Thirty-Fifth Floor
Los Angeles, CA 90071-1560
Tele: (213) 683-9100

Counsel for Abbott Laboratories

LOCAL RULE 7.1 AND 37.1 CERTIFICATION

The undersigned hereby certifies that counsel for Abbott Laboratories has conferred with counsel for Plaintiffs in a good faith effort to resolve or narrow the issues in this Motion.

/s/ Michael S. D'Orsi

Date: March 2, 2007

CERTIFICATE OF SERVICE

I hereby certify that this document(s) filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non registered participants on March 2, 2006.

Date: March 2, 2007

/s/ Michael S. D'Orsi